

Board of Selectmen
SPECIAL MEETING
June 2, 2015 – 2:30 PM
Town Hall
MINUTES

- 1.0** First Selectman Joyce Okonuk called the meeting to order at 2:30 pm. Selectman John Bendoraitis and Administrative Assistant Patti Handy were also present. Selectman Linda Finelli was absent. Guests included Attorney Catherine Marrior of Waller, Smith and Palmer; Ed Tollmann and Rick Kane, of the Historical Society and Maggie McCaw, member of the Jonathan Trumbull Jr. House Board of Historical Preservation. Audience: 0.
- 2.0** The purpose of the meeting was to review two draft documents prepared by the town attorney. The first was the most current draft of the document creating an LLC for the Jonathan Trumbull Jr. House Museum and the second was a revised Ordinance pertaining to the Museum, its membership, operation, etc. Town Meeting action will be required to approve a revised Ordinance for the Jonathan Trumbull Board to dissolve the old Jonathan Trumbull Jr. House Board of Historical Preservation and create a new Board which will include a member of the Historical Society to represent the LLC. The Town will continue to do the accounting for other revenues for the Museum including the proceeds from the Edward Jones Investment Account which provides monthly income to the Jr. House Fund.

The creation of an LLC was required because the Trustees of the Adam's Family Trust (the Trust) has stipulated that for legal and financial reasons they can no longer deliver funds directly to the Town for the Jr. House Museum as the town is not a tax-exempt entity. The funds must go through an LLC and the Jr. House Board must be its own entity in order to receive the funds. Attorney Marrior explained that the LLC would not have its own EIN number as it would be a "disregarded entity." Bendoraitis asked if the LLC would have to register as a separate charitable organization with the State and Attorney Marrior said no.

More discussion followed as to who would manage the funds and it was agreed that the Historical Society office staff would pay invoices from a separate checking account dedicated to the LLC. Okonuk wished to clarify that if a future grant is written to receive more funding from the Trust that the grant application would still have to go before the Board of Selectmen as the building is still owned by the Town; all agreed.

Tollmann asked where the funding for the State fees and auditing costs would come from and Okonuk said that the Trustees from the Adams Family Trust indicated those fees would be paid from the Adams Trust in addition to the endowment funds. Okonuk added that the new Board/LLC would still report to the Town which led to a discussion on whether or not the new Board/LLC would be a municipal organization, and as such, still be subject to the FOIA as all other Board, Committees and Commissions are. Attorney Marrior will check into this and get back to the First Selectmen. Tollmann asked if an existing member of the Board who happens to be a member of the LHS could fill both roles. It was generally agreed that one person should not be both. Discussion followed regarding specific language in the agreement that must changed; Attorney Marion will revise and redistribute to all.

- 3.0 Motion made by Okonuk/Bendoraitis to adjourn the meeting at 3:58 p.m. Vote: Yes, unanimous.**

Respectfully Submitted,



Joyce R. Okonuk, First Selectman